

Hearing Date and Time: July 19, 2007 at 10:00 a.m.
Response Date and Time: July 12, 2007 at 4:00 p.m.

PEPPER HAMILTON LLP
Anne Marie Aaronson (AA1679)
3000 Two Logan Square
18th and Arch Streets
Philadelphia, PA 19103
(215) 981-4000

Attorneys for Cleo Inc

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	
)	Chapter 11
DELPHI CORPORATION, <i>et al.</i>,)	
)	Case Nos. 05-44481 (RDD)
Debtors.)	
)	Jointly Administered
)	

**RESPONSE OF CLEO INC. TO DEBTORS'
SEVENTEENTH OMNIBUS OBJECTION TO CLAIMS**

Cleo Inc (“Cleo”), by and through its undersigned counsel, responds to the Debtors’ Seventeenth Omnibus Objection (Substantive) to Claims (the “Objection”), as follows:

1. The Debtors commenced these Chapter 11 cases on October 8, 2005 (the “Petition Date”).
2. Prior to the Petition Date, Cleo sold and delivered goods (the “Goods”) on credit to the Debtors. The indebtedness owed by the Debtors for the Goods as of the Petition Date was \$18,878.39 (the “Indebtedness”).
3. On or about December 9, 2005, Cleo filed a timely proof of claim, designated as Claim No. 1099, asserting a general unsecured claim in the total amount of the Indebtedness. On or about April 28, 2006, Cleo filed an amended proof of claim, designated as Claim No. 3048, that included copies of the unpaid invoices underlying the Indebtedness.

4. In the Objection, the Debtors assert that Claim No. 3048 is insufficiently documented. On this bare assertion, the Debtors request that this Court enter an order expunging Claim No. 3048.

ARGUMENT

5. A proof of claim executed and filed according to the requirements of Bankruptcy Rule 3001(f) constitutes *prima facie* evidence of the validity and amount of the claim. Fed.R.Bankr.P. 3001(f). “The interposition of an objection does not deprive the proof of claim of presumptive validity unless the objection is supported by *substantial evidence*.” In re Hemingway Transport, Inc., 993 F.2d 915, 925 (1st Cir.1993).

6. Rule 3001(a) requires that the proof of claim be a written statement setting forth a creditor’s claim, in a form substantially conforming to the appropriate Official Form. Rule 3001(c) requires that a claim based on a writing include a copy of the writing thereto.

7. Claim No. 3048 substantially conforms to the Official Form, is signed by a representative of Cleo, and sets forth the exact dollar amount owed as of the Petition Date. All invoices upon which the claim is based are attached thereto.

8. Having satisfied the requirements of Bankruptcy Rule 3001, Claim No. 3048 constitutes *prima facie* evidence of the validity and amount of the claim.

9. The Debtors have provided no evidence, let alone substantial evidence, to support the Objection. To the extent the Debtors object to Claim No. 3048 on the basis that the amount is not owed, the Objection should be overruled and Cleo’s unsecured claim should be allowed as filed.

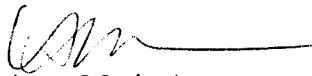
10. Moreover, in an effort to resolve the Objection, on July 11, 2007, Cleo provided the Debtors with additional documentation of the Indebtedness in the form of bills of lading, delivery receipts that are signed by agents of the Debtors, and other documentation detailing the transportation and delivery to Delphi of the Goods underlying the Indebtedness. A copy of this additional documentation is attached hereto as Exhibit A.

11. Any reply by the Debtors to this Response should be delivered to the undersigned counsel for Cleo. The following person has ultimate authority to reconcile, settle or otherwise resolve Claim No. 1703 on behalf of Cleo:

Anne Marie Aaronson
3000 Two Logan Square
18th and Arch Streets
Philadelphia, PA 19103
(215) 981-4000

WHEREFORE, Cleo Inc respectfully requests that the Court overrule the Objection and grant all other proper relief.

PEPPER HAMILTON LLP


/s/ Anne Marie Aaronson
Anne Marie Aaronson (AA1679)
3000 Two Logan Square
18th and Arch Streets
Philadelphia, PA 19103
(215) 981-4000
Attorneys for Cleo Inc

/2005

Pg 4 of 40
BILL OF LADING

of 1

Clew INC 4025 Viscount
4063 Viscount
Memphis TN 38118

SHIP FROM

Bill of Lading Number: 74800



(402) 00074800

SHIP TO

Carrier Name: *pickup

ENGINE-NEW BRU

Trailer Number: 536477

Plant 12 DEPT 1296
760 Jersey AVENUE
NEW BRUNSWICK, NJ 08903

Seal Number(s): 138436

SCAC:

*PIC

Pro Number:

00000000000022



THIRD PARTY FREIGHT CHARGES BILL TO

(9012K)*PIC 000000000000

Freight Charge Terms: (Freight charges are pre-paid or otherwise)


Prepaid Collect ☒ X

Appointment:

CALL FOR DELIVERY APPT

01

Customer Order Information

Number	# Cases XXXXXX	Weight in lbs XXXXXX	Cube in ft.	Dest # Store	P O Type
	PALLETS 7	LB 5,211	278		
Driver's Signature Only Acknowledges Receipt of Freight  381-357890-3 SHIPPER LABEL					
	7	5,211	278		

Carrier Information

XXXXXX Cases	XXXXXX Weight in lbs	Cube in ft.	H M (x)	Commodity Description
PALLETS 7	LB 5211	278		BATTERY TISSUE
7	5211	278		Grand Total

COD Amount:

Fee Terms: Collect ☐Customer check acceptable: ☐

Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, is noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper

If this shipment is to be delivered to the consignee, without the following statement:
The carrier may decline to make delivery of this shipment without charges.

Shipper shall sign the

proper lawful

Shipper Signature

Materials are properly classified,
marked in proper condition for
shipment in accordance with the
regulations of the DOT.

Trailer Loaded:

- ☐ By Shipper
☐ By Driver

Freight Counted:

- ☐ By Shipper
☐ By Driver/pallets said to contain
☐ By Driver/pieces

Carrier Signature

Carrier acknowledges receipt of
emergency response information
emergency response quick
Property described above

Shipper certifies that carrier has the DOT
information in the vehicle.
as noted.

[Signature] 9-9-05

SID#

Cleo, Inc.
 Battery Tissue Converting
 4063 Viscount Ave.
 Whse #4
 Memphis, TN 38118

(2S) 01240827
 Order Number: 01240827
 Load Number: 74800 Page: 1
 Order Date: 9/09/05
 Print Date: 9/09/05
 Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
 ATTN: ACCOUNTS PAYABLE
 PLANT 12 DEPT 1296
 760 JERSEY AVENUE
 NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
 PLANT 12 DEPT 1296
 760 JERSEY AVENUE
 NEW BRUNSWICK NJ 08903

Salespersons: 87162

Purchase Order: 08/30/2005

Credit Terms: SECOND DAY SECOND MONTH
 Freight Terms: FOB

Ship Via: *PICKUP
 Carrier Code: *PICKUP
 Dock Number:
 FOB Origin: Origin

Remarks:

Picked By:

of Pieces :

Audit By:

of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open Qty to Ship	Open UM	Due Shipped
-------------	-----------------------------	---------------	------------	----------------------	---------	-------------

1000	2451440	430601A		2,068	LB	
	BAT TIS CRYSTEX 4.125 X 18		Shipped:		LB	9/15/05

Customer Item: 9661041

Gross Weight	Tare Wght	Net Weight	# Pallets
2,209	141	2,068	0003
746	47	699	0001
737	47	690	0002
726	47	679	0003

2000	2451730	430601A		1,595	LB	
	BAT TIS CRYSTEX 4.625 X 18		Shipped:		LB	9/15/05

Customer Item: 9661046

Gross Weight	Tare Wght	Net Weight	# Pallets
1,689	94	1,595	0002
844	47	797	0001
845	47	798	0002

Continued on next page.

SID#

Cleo, Inc.
 Battery Tissue Converting
 4063 Viscount Ave.
 Whse #4
 Memphis, TN 38118

(2S) 01240827
 Order Number: 01240827
 Load Number: 74800 Page: 2
 Order Date: 9/09/05
 Print Date: 9/09/05
 Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
 ATTN: ACCOUNTS PAYABLE
 PLANT 12 DEPT 1296
 760 JERSEY AVENUE
 NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
 PLANT 12 DEPT 1296
 760 JERSEY AVENUE
 NEW BRUNSWICK NJ 08903

Salespersons: 87162

Purchase Order: 08/30/2005

Credit Terms: SECOND DAY SECOND MONTH
 Freight Terms: FOB

Ship Via: *PICKUP
 Carrier Code: *PICKUP
 Dock Number:
 FOB Origin: Origin

Remarks:

Picked By:

of Pieces :

Audit By:

of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open	Due
				Qty to Ship UM	Shipped

3000	20118	430601A		636 LB	
	BAT TIS CRYSTEX 3.75 X 18		Shipped:	LB	9/15/05

Customer Item: 19060891

Gross Weight	Tare Wght	Net Weight	# Pallets
683	47	636	0001
683	47	636	0001

4000	2453240	430601A		583 LB	
	BAT TIS CRYSTEX 3.5 X 18		Shipped:	LB	9/15/05

Customer Item: 9661035

Gross Weight	Tare Wght	Net Weight	# Pallets
630	47	583	0001
630	47	583	0001

	Gross Weight	Tare Wght	Net Weight	# Pallets
TOTALS	5,211	329	4,882	7

*** End of Packing List ***

Ginger Duggan

To: greg.crammer

Cc: Katherine Trainor; Steve Burkhardt; Dave Purkrabek; Rena Thompson

Subject: Delphi New Brunswick

Greg I received your order to ship 9-8 for the following

2451440 - 2100

2451730 - 1600

20118 - 650

2453240 - 600

Thank you

Katherine I am faxing the order to you. Please enter

8/30/2005

Supplier JET Schedule	
Supplier CRYSTAL TISSUE CO, THE	Schedule Information Scheduling Agreement Number: 0550019468 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567
Part Details Part Release Number: 248 Part Release Date: 2005-08-30 Part Description: 4.125 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661041 <i>245-1440</i> Last ASN SID#: 1232804CLEO Last ASN Date: 2005-08-22 Cum Received Qty: 96755.000 Order Unit of Measure: LBR	Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001
Bar Code Label Data Bar Code Text:	
Ship Date	Scheduled Qty
2005-08-29	2160
2005-09-01	2100
2005-09-08	2100

*2nd Day 2nd Mtl
FOB Clew*

Please enter

Supplier Schedule									
Supplier CRYSTAL TISSUE CO, THE	Schedule Information Scheduling Agreement Number: 0550019475 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567								
Part Details Part Release Number: 123 Part Release Date: 2005-08-30 Part Description: 4.625 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661046 <i>245-1730</i> Last ASN SID#: 1232804CLEO Last ASN Date: 2005-08-22 Cum Received Qty: 26823.000 Order Unit of Measure: LBR	Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001								
Bar Code Label Data Bar Code Text:									
<table border="1"> <thead> <tr> <th>Ship Date</th> <th>Scheduled Qty</th> </tr> </thead> <tbody> <tr> <td>2005-08-29</td> <td>3211</td> </tr> <tr> <td>2005-09-01</td> <td>1600</td> </tr> <tr> <td>2005-09-08</td> <td>1600</td> </tr> </tbody> </table>	Ship Date	Scheduled Qty	2005-08-29	3211	2005-09-01	1600	2005-09-08	1600	
Ship Date	Scheduled Qty								
2005-08-29	3211								
2005-09-01	1600								
2005-09-08	1600								

Supplier ITT Schedule							
Supplier CRYSTAL TISSUE CO, THE	Schedule Information Scheduling Agreement Number: 0550057638 Horizon Start Date: 2004-07-28 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567						
Part Details Part Release Number: 62 Part Release Date: 2005-08-30 Part Description: BATTERY PAPER LINER Material Number: 19060891 <i>20118</i> Last ASN SID#: 1232342 Last ASN Date: 2005-08-12 Cum Received Qty: 15913.000 Order Unit of Measure: LBR	Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001						
Bar Code Label Data Bar Code Text:							
<table border="1"> <thead> <tr> <th>Ship Date</th> <th>Scheduled Qty</th> </tr> </thead> <tbody> <tr> <td>2005-08-29</td> <td>1300</td> </tr> <tr> <td>2005-09-08</td> <td>650</td> </tr> </tbody> </table>	Ship Date	Scheduled Qty	2005-08-29	1300	2005-09-08	650	
Ship Date	Scheduled Qty						
2005-08-29	1300						
2005-09-08	650						

Supplier ITT Schedule									
Supplier CRYSTAL TISSUE CO, THE	Schedule Information Scheduling Agreement Number: 0550019464 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567								
Part Details Part Release Number: 168 Part Release Date: 2005-08-30 Part Description: BATTERY PAPER Material Number: 9661035 Last ASN SID#: 1227251 Last ASN Date: 2005-06-10 Cum Received Qty: 14277.000 Order Unit of Measure: LBR	Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001								
Bar Code Label Data									
Bar Code Text:									
<table border="1"> <thead> <tr> <th>Ship Date</th> <th>Scheduled Qty</th> </tr> </thead> <tbody> <tr> <td>2005-08-29</td> <td>600</td> </tr> <tr> <td>2005-09-01</td> <td>600</td> </tr> <tr> <td>2005-09-08</td> <td>600</td> </tr> </tbody> </table>	Ship Date	Scheduled Qty	2005-08-29	600	2005-09-01	600	2005-09-08	600	
Ship Date	Scheduled Qty								
2005-08-29	600								
2005-09-01	600								
2005-09-08	600								

2005

BILL OF LADING

1

SHIP FROM
Cleb Inc 4025 Viscount
4063 Viscount
Memphis TN 38118

Bill of Lading Number: 74800



(402) 00074800

SHIP TO
Delphi
Plant 12 DEPT 1296
760 Jersey AVENUE
NEW BRUNSWICK, NJ 08903

Carrier Name: *pickup
Trailer Number: 536477
Seal Number(s): 138436

SCAC: *PIC
Pro Number: 000000000000



(9012K) *PIC 000000000000

Freight Charge Terms: (Freight charges are paid by shipper)

Prepaid Collect ☒ X

Appointment:

THIRD PARTY FREIGHT CHARGES BILL TO

CALL FOR DELIVERY APPT
1

Customer Order Information

Number	# Cases	Weight in lbs.	Cube in ft.	Dest # Store	P.O. Type
	XXXXX	XXXXX			
	PALLETS	LB			
	7	5,211	278		



381-357890-3



Line-It	C.C.	SS	PS-ATD
---------	------	----	--------

B/L

READY AFTER
5 PM

Carrier Information

XX XXXX Cases	XX XXXX Weight in lbs.	Cube in ft.	H M (x)	Commodity Description
PALLETS	LB			BATTERY TISSUE
7	5211	278		

7 SKD LSE CTN DRM BUN ☐ SWAC
 CRTS BSKT RCK TOTE ☐ SL & C
 SWS-OF CTN SWS-STC CTN
 OTHER SHIP. INIT.
 Subject to NMFC 100/CTH-100 and 49 USC 14706 and DOT 49 CFR 370

Grand Total

COD Amount:

Fee Terms: Collect ☐

Customer check acceptable: ☐

Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, (contents and condition of contents of packages unknown), marked, consigned and destined as shown, is not subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper.

If this shipment is to be delivered to the consignee, without the following statement:
The carrier may decline to make delivery of this shipment if charges are not paid.

Shipper shall sign the

bill of lading

Shipper Signature

The materials are properly classified, marked and in proper condition for the regulations of the DOT.

Trailer Loaded:

- ☐ By Shipper
☐ By Driver

Freight Counted:

- ☐ By Shipper
☐ By Driver/pallets sold to contain
☐ By Driver/pieces


Carrier Signature

Carrier acknowledges receipt of emergency response information and property description.

Carrier certifies that the carrier has the DOT information in the vehicle.

Handwritten signature and date 9-9-05

SHIP FROM Cleo Inc - 4025 Viscount 4025 Viscount Memphis, TN 38118	Bill of Lading Number: 75414  (402) 00075414
SHIP TO DELPHI ENERGY & ENGINE-NEW BRU PLANT 12 DEPT 1296 760 JERSEY AVENUE NEW BRUNSWICK, NJ 08903	Carrier Name: *pickup Trailer Number: 2851 CWSE Seal Number(s): 138369 SCAC: *PIC Pro Number: 00000000000022200 
THIRD PARTY FREIGHT CHARGES BILL TO	(9012K) *PIC 00000000000022200 Freight Charge Terms: (Freight charges are prepaid unless marked otherwise) Prepaid Collect <input checked="" type="checkbox"/> 3rd Party
Special Instructions: CALL FOR DELIVERY APPT 732 246 5221	Appointment: _____ Date: _____ Time: _____

Customer Order Information							
Order Number	# Cases	Weight in lbs	Cube in ft.	Dest # Store	P O Type	Cust Dept	
09/06/2005	XXXXX PALLETS 7	XXXXX LB 5,268	282				
 138-501672 Driver's signature acknowledges receipt of freight only. Unless otherwise agreed to under separate contract, terms and conditions of tariff CNWY 199 apply. <div style="display: flex; justify-content: space-between; align-items: center;"> <div> PRO NO. CSE FLF 29002-1N EDI/SPCL # DEST SIC </div> <div style="border-left: 1px solid black; padding-left: 5px;">CWSE</div> </div>							
Grand Total	7	5,268	282				

Carrier Information							
Handling Unit	# Cases	Weight in lbs	Cube in ft.	H M (x)	Commodity Description	LTL	
QTY	Type					NMFC #	Class
7	CASE	PALLETS 7	LB 5268	282	BATTERY TISSUE	151440 02	55.0
7		7	5268	282	Grand Total		

RECEIVED: subject to the written Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, in apparent good order, except as noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown herein. This Bill of Lading is not subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper and the Carrier.	COD Amount: _____ Fee Terms: Collect <input type="checkbox"/> Prepaid <input type="checkbox"/> Customer check acceptable: <input type="checkbox"/> If this shipment is to be delivered to the consignee, without recourse on the shipper, the shipper shall sign the following statement: The carrier may decline to make delivery of this shipment without payment of freight and all other lawful charges.
--	--

Shipper Signature / Date This is to certify that the above named materials are properly classified, packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the DOT.	Trailer Loaded: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver	Freight Counted: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver/pallets said to contain <input type="checkbox"/> By Driver/pieces
---	---	---

Carrier Signature / Pickup Date
 Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle.
 Property described above is received in good order, except as noted.
CSE Edg Wilbow
 10:15 PM 9/16/05

SID#

Cleo, Inc.
Battery Tissue Converting
4063 Viscount Ave.
Whse #4
Memphis, TN 38118

(2S) 01246025
Order Number: 01246025
Load Number: 75414 Page: 1
Order Date: 9/16/05
Print Date: 9/16/05
Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
ATTN: ACCOUNTS PAYABLE
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

Salespersons: 87162 Purchase Order: 09/06/2005
Ship Via: *PICKUP
Credit Terms: SECOND DAY SECOND MONTH Carrier Code: *PICKUP
Freight Terms: FOB Dock Number:
FOB Origin: Origin
Remarks:
Picked By: # of Pieces :
Audit By: # of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open	Due
1000	2451440	430601A		3,391 LB	
	BAT TIS CRYSTEX 4.125 X 18		Shipped:	3,391 LB	9/22/05
	Customer Item: 9661041				
	Gross Weight	Tare Wght	Net Weight	# Pallets	
	3,626	235	3,391	0005	
	716	47	669	0001	
	734	47	687	0002	
	722	47	675	0003	
	732	47	685	0004	
	722	47	675	0005	
2000	2451730	430601A		1,548 LB	
	BAT TIS CRYSTEX 4.625 X 18		Shipped:	1,548 LB	9/22/05
	Customer Item: 9661046				
	Gross Weight	Tare Wght	Net Weight	# Pallets	
	1,642	94	1,548	0002	
	828	47	781	0001	

Continued on next page.

SID#

Cleo, Inc.
Battery Tissue Converting
4063 Viscount Ave.
Whse #4
Memphis, TN 38118

(2S) 01246025
Order Number: 01246025
Load Number: 75414 Page: 2
Order Date: 9/16/05
Print Date: 9/16/05
Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
ATTN: ACCOUNTS PAYABLE
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

Salespersons: 87162 Purchase Order: 09/06/2005
Ship Via: *PICKUP
Credit Terms: SECOND DAY SECOND MONTH Carrier Code: *PICKUP
Freight Terms: FOB Dock Number:
FOB Origin: Origin
Remarks:
Picked By: # of Pieces :
Audit By: # of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open	Due
	814 47	767	0002		

	Gross Weight	Tare Wght	Net Weight	# Pallets
TOTALS	5,268	329	4,939	7

*** End of Packing List ***

Supplier		Schedule Information	
CRYSTAL TISSUE CO, THE		Scheduling Agreement Number: 0550019468 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567	
Part Details		Destination Plant Details	
Part Release Number: 251 Part Release Date: 2005-09-06 Part Description: 4.125 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661041 245 245-1440 Last ASN SID#: 1233085 Last ASN Date: 2005-08-24 Cum Received Qty: 98819.000 Order Unit of Measure: LBR		Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001	
Bar Code Label Data			
Bar Code Text:			
Ship Date		Scheduled Qty	
2005-09-05		2100	
2005-09-08		2100	
2005-09-15		3500	

2nd Day 2nd Mth
FOB Clew

Katherine please enter

Supplier		Schedule Information	
CRYSTAL TISSUE CO, THE		Scheduling Agreement Number: 0550019475 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567	
Part Details		Destination Plant Details	
Part Release Number: 126 Part Release Date: 2005-09-06 Part Description: 4.625 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661046 <i>245-1730</i> Last ASN SID#: 1233085 Last ASN Date: 2005-08-24 Cum Received Qty: 29996.000 Order Unit of Measure: LBR		Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001	
Bar Code Label Data			
Bar Code Text:			
Ship Date		Scheduled Qty	
2005-09-05		1600	
2005-09-08		1600	
2005-09-15		1600	

Ginger Duggan

To: greg.crammer
Cc: Steve Burkhardt; Dave Purkrabek; Katherine Trainor
Subject: New Order for New Brunswick

Greg I received your new order to ship 9-15 for the following

2451440 - 3500 lba
2451730 - 1600 lbs

Katherine I am faxing this order. Please enter

9/6/2005

CON-WAY

WWW.CON-WAY.COM

ISO-9001 & 14001**DELIVERY
RECEIPT****PRO NUMBER**

REFER TO THIS NUMBER

EQUIP. NUMBER

DATE

ORIGIN

OUR REVENUE

ADVANCE

BEYOND

DESTINATION

CONTINUATION BILL PAGE 2 OF 2

CONSIGNEE

SHIPPER'S NUMBER

138-501672

PRO NUMBER

SHIPPER

BILL TO



# PCS.	HM	DESCRIPTION OF ARTICLES AND MARKS	WEIGHT (LBS)	RATE	TOTAL CHARGES
		SENSITIVE - DO NOT DELAY DELIVERY CALL (908) 757-2760 FOR CCX CUSTOMER SERVICE			

☐ INSIDE DELIVERY☐ LIFT GATE SERVICE☐ RESIDENTIAL DELIVERY☐ CONSTRUCTION/UTILITY SITESHRINK WRAP
INTACT?
YES ☒ NO ☐DELIVERED
7 PCS

TIME

14:15

CONSIGNEE SIGNATURE

PRINT CONSIGNEE NAME

DATE

9/21/05

RECEIVED 7 PIECES ABOVE
DESCRIBED FREIGHT IN GOOD
ORDER EXCEPT AS NOTED.

DRIVER

Arroyo

9/21/05

1

CON-WAY

WWW.CON-WAY.COM



Pg 21 of 40

**DELIVERY
RECEIPT****PRO NUMBER****ISO-9001 & 14001**

REFER TO THIS NUMBER

EQUIP NUMBER	DATE	ORIGIN	OUR REVENUE	ADVANCE	BEYOND	DESTINATION	PRO NUMBER
ELS-1011	7/19/05	NMP	573.76			XSD	138-501672

CONSIGNEE

DELPHI-E-BATTERY PLT 12
CISCO 35006
760 JERSEY AVE
NEW BRUNSWICK, NJ 08901-3606

DDS

SHIPPER'S NUMBER

SN# 75414
PO# 09 06 2005

NW2

PRO NUMBER

138-501672

AFPT: 0900-1400/21 GREG KRAMER

SHIPPER

CLEO INC

BILL TO

4038 PREMIER AVE
MEMPHIS, TN 38118-6101



# PCS	HM	DESCRIPTION OF ARTICLES AND MARKS	WEIGHT (LBS)	RATE	TOTAL CHARGES
7		SKD TISSUE NOT PRINTED OR NOT PRINTED OTHER THAN TISSUE WRAPPING PAPER 151440-02 CLASS 65 CREDIT CON-WAY DISCOUNT SAVES YOU DNC DEST NOTIFICATION XQJ FUEL SURCHARGE @ 1.50%	5268	19.51	1027.79 462.51
7		TOTAL	5268		8.48 573.76 COL

7SKS CFDA 7322465221

☐ INSIDE DELIVERY ☐ PERSONAL MERCHANDISE ☐ SERVICE TIME ☐ RESIDENTIAL DELIVERY ☐ CONSTRUCTION/UTILITY SITE

SHRINK WRAP INTACT?	DELIVERED	TIME	CONSIGNEE SIGNATURE	PRINT CONSIGNEE NAME	DATE
<input type="checkbox"/> YES <input type="checkbox"/> NO	PCS				/ /

RECEIVED _____ PIECES ABOVE
DESCRIBED FREIGHT IN GOOD
ORDER EXCEPT AS NOTED.

DRIVER _____

PAGE 1 OF 2

1

Fax Cover Page

Con-way Freight



To: Ginger
From: Katrina Flowers
Reference: #8917673
Comment: POD

Document Identifier	Page #
CCX 138501672 DR	1
CCX 138501672 DR	2

Documents included in this fax: 2
Total documents requested: 2

SHIP FROM Cleo Inc - 4025 Viscount 4025 Viscount Memphis, TN 38118		Bill of Lading Number: 75436  (402) 00075436	
SHIP TO DELPHI ENERGY & ENGINE-NEW BRU PLANT 12 DEPT 1296 760 JERSEY AVENUE NEW BRUNSWICK, NJ 08903		Carrier Name: *pickup Trailer Number: 47 0496 Seal Number(s): 138379	
THIRD PARTY FREIGHT CHARGES BILL TO		SCAC: *PIC Pro Number: 00000000000022266 	
Special Instructions: CALL FOR DELIVERY APPT 732 246 5221		(9012K) *PIC 00000000000022266 Freight Charge Terms: (Freight charges are prepaid unless marked otherwise) Prepaid _____ Collect X 3rd Party _____ Appointment: _____ Date: _____ Time: _____	

Customer Order Information

Order Number	# Cases	Weight in lbs	Cube in ft.	Dest # Store	P O Type	Cust Dept															
09/11/05	XXXXX PALLETS 4	XXXXX LB 3,004	161																		
 381-365379-7  <table border="1"> <tr> <td>Linear-ft</td> <td>C.C.</td> <td>SS</td> <td>PS-ATTD</td> </tr> </table> B/L							Linear-ft	C.C.	SS	PS-ATTD											
Linear-ft	C.C.	SS	PS-ATTD																		
<table border="1"> <tr> <td>4 SKD</td> <td>___ LSE CTN</td> <td>___ DRM</td> <td>___ BUN</td> <td><input type="checkbox"/> SWAC</td> </tr> <tr> <td>___ CRTS</td> <td>___ BSKT</td> <td>___ RCK</td> <td>___ TOTE</td> <td><input type="checkbox"/> SL & C</td> </tr> <tr> <td colspan="2">___ SWS-OF ___ CTN</td> <td colspan="3">___ SWS-STC ___ CTN</td> </tr> </table> OTHER _____ SHIP. INIT. AD Subject to NMFC 100/CTIL-100 and 49 USC 14706 and DOT 49 CFR 370							4 SKD	___ LSE CTN	___ DRM	___ BUN	<input type="checkbox"/> SWAC	___ CRTS	___ BSKT	___ RCK	___ TOTE	<input type="checkbox"/> SL & C	___ SWS-OF ___ CTN		___ SWS-STC ___ CTN		
4 SKD	___ LSE CTN	___ DRM	___ BUN	<input type="checkbox"/> SWAC																	
___ CRTS	___ BSKT	___ RCK	___ TOTE	<input type="checkbox"/> SL & C																	
___ SWS-OF ___ CTN		___ SWS-STC ___ CTN																			
Grand Total	4	3,004	161																		

Carrier Information

Handling Unit	# Cases	Weight in lbs	Cube in ft.	H M (x)	Commodity Description	LTL	
QTY	Type					NMFC #	Class
4	CASE	PALLETS 4	LB 3004	161	BATTERY TISSUE	151440 02	55.0
4		4	3004	161	Grand Total		

COD Amount:

Fee Terms: Collect ☐ Prepaid ☐Customer check acceptable: ☐

RECEIVED, subject to the written Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, in apparent good order, except as noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown herein. This Bill of Lading is not subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper and the Carrier.

If this shipment is to be delivered to the consignee, without recourse on the shipper, the shipper shall sign the following statement:
The carrier may decline to make delivery of this shipment without payment of freight and all other lawful charges.

Shipper Signature

Shipper Signature / Date
This is to certify that the above named materials are properly classified, Packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the DOT.

Trailer Loaded:

☐ By Shipper
☐ By Driver

Freight Counted:

☐ By Shipper
☐ By Driver/pallets said to contain
☐ By Driver/pieces

Carrier Signature / Pickup Date

Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response quickbook or equivalent documentation in the vehicle.
Property described above is received in good order, except as noted.

[Signature] 9/22/05

SID#

Cleo, Inc.
Battery Tissue Converting
4063 Viscount Ave.
Whse #4
Memphis, TN 38118

(2S) 01247338
Order Number: 01247338
Load Number: 75436 Page: 1
Order Date: 9/22/05
Print Date: 9/22/05
Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
ATTN: ACCOUNTS PAYABLE
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

Salespersons: 87162

Purchase Order: 09/11/05

Credit Terms: SECOND DAY SECOND MONTH
Freight Terms: FOB

Ship Via: *PICKUP
Carrier Code: *PICKUP
Dock Number:
FOB Origin: Origin

Remarks:
Picked By:
Audit By:

of Pieces :
of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open	Due
1000	2451440	430601A		2,812 LB	
	BAT TIS CRYSTEX 4.125 X 18		Shipped:	2,812 LB	9/29/05
	Customer Item: 9661041				
	Gross Weight	Tare Wght	Net Weight	# Pallets	
	3,004	192	2,812	0004	
	746	47	699	0001	
	744	51	693	0002	
	769	47	722	0003	
	745	47	698	0004	

	Gross Weight	Tare Wght	Net Weight	# Pallets
TOTALS	3,004	192	2,812	4

*** End of Packing List ***

5642520

Cleo INC
P I C K S L I P

Page 1
Date 9/20/05

Load Number 00075436

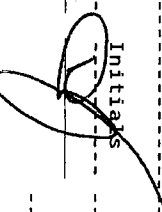
Pick Slip # - 284167 Ship To - DELPHI ENERGY & ENGINE - B Order Number 1247338 - 000 SA

Line	Item	Actual	Qty	Initials	Backordered	Description	Location
------	------	--------	-----	----------	-------------	-------------	----------

Freight	Id Nbr	Shipped UM	2812	LB		BAT TIS CRYSTEX 4.12	430601A
---------	--------	------------	------	----	--	----------------------	---------

WILL CALL 1.000 245-1440

2812



Order Total 2812

Grand Total 2812

Supplier CRYSTAL TISSUE CO, THE		Schedule Information Scheduling Agreement Number: 0550019468 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567	
Part Details Part Release Number: 253 Part Release Date: 2005-09-11 Part Description: 4.125 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661041 <i>2451440</i> Last ASN SID#: 1239224-CLEO Last ASN Date: 2005-09-08 Cum Received Qty: 100830.000 Order Unit of Measure: LBR		Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001	
Bar Code Label Data Bar Code Text:			
Ship Date		Scheduled Qty	
2005-09-10		2100	
2005-09-15		2500	
2005-09-22		2800	

*2nd Day Second Mth
JOB Cleo*

Fena please enter

Ginger Duggan

To: Rena Thompson; Katherine Trainor
Cc: greg.crammer; Steve Burkhardt; Dave Purkrabek
Subject: New Order New Brunswick

I am faxing a new order for Delphi New Brunswick
2451440 - 2800 to ship 9-22

Please enter



9/13/2005

Date: 9/22/2005

BILL OF LADING

Page 1 of 1

SHIP FROM Cleo Inc - 4025 Viscount 4025 Viscount Memphis, TN 38118 <i>1/2pg bill</i>		Bill of Lading Number: 75436  (402) 00075436	
SHIP TO DELPHI ENERGY & ENGINE-NEW BRU PLANT 12 DEPT 1296 760 JERSEY AVENUE NEW BRUNSWICK, NJ 08903		Carrier Name: *pickup 47 0496 Trailer Number: Seal Number(s): 138379	
THIRD PARTY FREIGHT CHARGES BILL TO		SCAC: *PIC Pro Number: 00000000000022266 	
Special Instructions: CALL FOR DELIVERY APPT 732 246 5221		(9012K) *PIC 00000000000022266 Freight Charge Terms: (Freight charges are prepaid unless marked otherwise) Prepaid Collect <input checked="" type="checkbox"/> 3rd Party Appointment: Date: Time:	

Customer Order Information																											
Order Number	#	Weight in lbs	Cube in ft	Dest #	P.O. Type	Cust Dept																					
09/11/05	XXXXX PALLET 4	LB 3,004	161																								
 381-365379-7 		<table border="1"> <tr> <td>4 SKD</td> <td>LSE CTN</td> <td>DRM</td> <td>BUN</td> <td><input type="checkbox"/> SWAC</td> </tr> <tr> <td>CRTS</td> <td>BSKT</td> <td>RCK</td> <td>TOTE</td> <td><input type="checkbox"/> SL & C</td> </tr> <tr> <td colspan="2">SWS-OF CTN</td> <td colspan="2">SWS-STC CTN</td> <td></td> </tr> <tr> <td colspan="4">OTHER</td> <td>SHIP. INIT. <i>4/0</i></td> </tr> </table> <p>Subject to NMFC 100/CTH-100 and 49 USC 14706 and DOT 49 CFR 370</p>						4 SKD	LSE CTN	DRM	BUN	<input type="checkbox"/> SWAC	CRTS	BSKT	RCK	TOTE	<input type="checkbox"/> SL & C	SWS-OF CTN		SWS-STC CTN			OTHER				SHIP. INIT. <i>4/0</i>
4 SKD	LSE CTN	DRM	BUN	<input type="checkbox"/> SWAC																							
CRTS	BSKT	RCK	TOTE	<input type="checkbox"/> SL & C																							
SWS-OF CTN		SWS-STC CTN																									
OTHER				SHIP. INIT. <i>4/0</i>																							
Grand Total		4	3,004	161																							

Carrier Information						LTL	
Handling Unit	#	Weight in lbs	Cube in ft	HM (x)	Commodity Description	NMFC #	Class
QTY Type	XXXXX Cases	XXXXX in lbs					
4 CASE	PALLETS 4	LB 3004	161		BATTERY TISSUE	151440 02	55.0
4	4	3004	161		Grand Total		

RECEIVED, subject to the written Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, in apparent good order, except as noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown herein. This Bill of Lading is not subject to any classification, tariff or carriage rules except as specifically agreed to in writing by the Shipper and the Carrier.		COD Amount: Fee Terms: Collect <input type="checkbox"/> Prepaid <input type="checkbox"/> Customer check acceptable: <input type="checkbox"/>	
Shipper Signature / Date This is to certify that the above named materials are properly classified, packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the DOT.		Carrier Signature / Pickup Date Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available under carrier has the DOT emergency response guidebook or equivalent information in the vehicle. Property described above is located in consignor's possession.	
Trailer Loaded: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver		Freight Counted: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver/pallets said to contain <input type="checkbox"/> By Driver/pieces	

Signature 9/22/05



Pro Number
381-365379-7

Ship Date 09/22/05	
Pieces 4	Weight 3004
Reference Number	
Org 381	DC 089
Freight Terms Freight Charges Are Collect	
SCAC: CTII	

Consignee:
**DELPHI ENERGY AND ENGINE
760 JERSEY AVE
NEW BRUNSWICK, NJ 08901**

Shipper:
**CLEO INC
4025 VISCOUNT
MEMPHIS, TN 38118**

Special Instructions
Delivery Trailer: 53-8324
Shipper COD Amount
0.0000

Date: 9/22/2005		BILL OF LADING		Page 1 of 1	
Cleo Inc - 4025 Viscount 4025 Viscount Memphis, TN 38118		Bill of Lading Number: 75436		 (402) 00075436	
DELPHI ENERGY & ENGINE-NEW BRD PLANT 12 DEPT 1296 760 JERSEY AVENUE NEW BRUNSWICK, NJ 08903		Carrier Name: *pickup Trailer Number: 47 0496		Seal Number(s): 138379	
Special Instructions: CALL FOR DELIVERY APPT 732 246 5221		SCAC: *PIC Pro Number: 80000000000022266		 (9012K)*PIC 00000000000022266 Freight Charge Terms: (Weight charges are prepaid unless marked otherwise) Prepaid Collect <input checked="" type="checkbox"/> 3rd Party Appointment: _____ Date: _____ Time: _____	
Order Number: 09/11/05		# XXXXXX	Weight XXXXXX	Qtns XXXXXX	Dest # XXXXXX
PALLETS 4		LB 3,004	161		
 381-365379-7		SVD <input type="checkbox"/> LRE CTN <input type="checkbox"/> DRM <input type="checkbox"/> BUN <input type="checkbox"/> SHAD <input type="checkbox"/> CRTB <input type="checkbox"/> BSKT <input type="checkbox"/> RCK <input type="checkbox"/> TOTE <input type="checkbox"/> SL & C <input type="checkbox"/> SWS-OF <input type="checkbox"/> CTN <input type="checkbox"/> SWS-ETC <input type="checkbox"/> OTHER <input type="checkbox"/> SHIPMENT <input checked="" type="checkbox"/> 110 Subject to TMSO 100000-100 and 40 USC 14950 and 40 CFR 101.10			
Gross Total 4		3,004	161		
Heading Unit		XXXXXX	XXXXXX	Qtns	HL
CITY	Type	PALLETS 4	LB 3004	161	
Commodity Description		BATTERY TISSUE			
151440 02		55.0			
Gross Total		4	3004	161	
COD Amount:		Pre Total: Collect <input type="checkbox"/> Prepaid <input type="checkbox"/> Customer check acceptable <input type="checkbox"/> If no payment is received in advance in the payment, collect amount on the shipper, the shipper shall sign a delivery receipt. The carrier may deliver to the consignee without payment of freight and charges listed on the bill.			
Shipper Signature / Date		Trailer Loaded:		Freight Counters:	
Signature: _____ Date: _____ (Signature must be dated and signed by the shipper or a designated agent of the shipper.)		<input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver		<input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver <input type="checkbox"/> By Driver/Placer	
Carrier Signature / Pickup Date		Signature: _____ Date: 9/22/05 (Signature must be dated and signed by the carrier or a designated agent of the carrier.)			

Central Transport Delivery Receipt

Stamp / Sign Here

Firm Delphi

By [Signature]

Shipment received in good order

Pieces Received 4

Driver [Signature] Date 9.26.05

Arrive Time Depart Time

Pro Number **381-365379-7**



Additional Delivery Services Requested

☐ Inside Delivery **\$70.00**
☐ Sort - Segregate **\$90.00**
☐ Driver Delay **\$75.00**
☐ Residential Delivery **\$50.00**
☐ Liftgate **\$90.00**
☐ Redelivery **\$50.00**

By signing below, Consignee acknowledges that additional delivery service was performed and agrees to pay any and all additional delivery service fees at the rate(s) listed above.

Customer Signature _____ Date _____

Internal Use Only
And Type of Container _____
Part # _____
Qty. of Pcs Affected _____

Desc. _____
Skids _____
Date _____ Log# _____

SHIP FROM

Loading Number:

76995

Cleo Inc - 4025 Viscount
4025 Viscount
Memphis, TN 38118



(402) 00076995

SHIP TO

DELPHI ENERGY & ENGINE-NEW BRU
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK, NJ 08903

Carrier Name: ***pickup**
Trailer Number: 47 0496 CNTR

Seal Number(s): 151207

SCAC: ***PIC**
Pro Number: 00000000000022505



(9012K) *PIC 00000000000022505

Freight Charge Terms: (Freight charges are prepaid unless marked otherwise)

Prepaid Collect ☒ 3rd Party

Appointment: Date:
Time:

Special Instructions: CALL FOR DELIVERY APPT
732 246 5221

Customer Order Information

Order Number	# Cases	Weight in lbs	Cube in ft	Dest # Store	P O Type	Cust Dept
09/20/2005	XXXXXX PALLET 7	XXXXXX LB 5,128	275			
<div style="display: flex; justify-content: space-between;"> <div> 7 SKD <input type="checkbox"/> LSE CTN <input type="checkbox"/> DRM <input type="checkbox"/> BUN <input type="checkbox"/> SWAC CRTS <input type="checkbox"/> BSKT <input type="checkbox"/> RCK <input type="checkbox"/> TOTE <input type="checkbox"/> SL & C SWS-OF <input type="checkbox"/> CTN SWS-STC <input type="checkbox"/> CTN OTHER <input type="checkbox"/> SHIP. INIT. <i>175</i> <small>Subject to NMFC 100/CTII-100 and 49 USC 14706 and DOT 49 CFR 370</small> </div> <div style="text-align: right;"> PICK UP STICKER 381-365415-9 Linear-ft C.C. SS PS-ATTD B/L </div> </div>						
Grand Total	7	5,128	275			

Carrier Information

Handling Unit	QTY	Type	# Cases	Weight in lbs	Cube in ft	H M (x)	Commodity Description	NMFC #	Class
	7	CASE	XXXXXX PALLET 7	XXXXXX LB 5128	275		BATTERY TISSUE	151440 02	55.0
	7		7	5128	275		Grand Total		

COD Amount:

Fee Terms: Collect ☐ Prepaid ☐Customer check acceptable: ☐

RECEIVED, subject to the written Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, in apparent good order, except as noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown herein. This Bill of Lading is not subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper and the Carrier.

If this shipment is to be delivered to the consignee, without recourse on the shipper, the shipper shall sign the following statement:
The carrier may decline to make delivery of this shipment without payment of freight and all other lawful charges.

Shipper Signature

Shipper Signature / Date
This is to certify that the above named materials are properly classified, Packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the DOT.

Trailer Loaded:

☐ By Shipper
☐ By Driver

Freight Counted:

☐ By Shipper
☐ By Driver/pallets said to contain
☐ By Driver/pieces

Carrier Signature / Pickup Date
Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle.
Property described above is received in good order except as noted.

175 *10/4/05*

SID#

Cleo, Inc.
Battery Tissue Converting
4063 Viscount Ave.
Whse #4
Memphis, TN 38118

(2S) 01255042
Order Number: 01255042
Load Number: 76995 Page: 1
Order Date: 10/04/05
Print Date: 10/04/05
Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
ATTN: ACCOUNTS PAYABLE
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

Salespersons: 87162

Purchase Order: 09/20/2005

Credit Terms: SECOND DAY SECOND MONTH
Freight Terms: FOB

Ship Via: *PICKUP
Carrier Code: *PICKUP
Dock Number:
FOB Origin: Origin

Remarks:
Picked By:
Audit By:

of Pieces :
of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open	Due
1000	2451440	430601A		4,159 LB	
	BAT TIS CRYSTEX 4.125 X 18		Shipped:	4,159 LB	10/06/05
	Customer Item: 9661041				
	Gross Weight	Tare Wght	Net Weight	# Pallets	
	4,441	282	4,159	0006	
	730	47	683	0001	
	745	47	698	0002	
	747	47	700	0003	
	739	47	692	0004	
	742	47	695	0005	
	738	47	691	0006	
2000	20118	430601A		640 LB	
	BAT TIS CRYSTEX 3.75 X 18		Shipped:	640 LB	10/06/05
	Customer Item: 19060891				
	Gross Weight	Tare Wght	Net Weight	# Pallets	
	687	47	640	0001	

Continued on next page.

SID#

Cleo, Inc.
Battery Tissue Converting
4063 Viscount Ave.
Whse #4
Memphis, TN 38118

(2S) 01255042
Order Number: 01255042
Load Number: 76995 Page: 2
Order Date: 10/04/05
Print Date: 10/04/05
Print #: 00000001

Sold To: 86778

Ship To: 86779

DELPHI ENERGY & ENGINE -B
ATTN: ACCOUNTS PAYABLE
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

DELPHI ENERGY & ENGINE - B
PLANT 12 DEPT 1296
760 JERSEY AVENUE
NEW BRUNSWICK NJ 08903

Salespersons: 87162

Purchase Order: 09/20/2005

Credit Terms: SECOND DAY SECOND MONTH
Freight Terms: FOB

Ship Via: *PICKUP
Carrier Code: *PICKUP
Dock Number:
FOB Origin: Origin

Remarks:
Picked By:
Audit By:

of Pieces :
of Pallets :

Line Number	Item Number and Description	Site Location	Lot/Serial	Qty Open Qty to Ship UM	Due Shipped
	687 47	640	0001		




	Gross Weight	Tare Wght	Net Weight	# Pallets
TOTALS	5,128	329	4,799	7

*** End of Packing List ***

Date: 10/04/2005

BILL OF LADING

Page 1 of 1

<p>SHIP FROM</p> <p>Cleo Inc - 4025 Viscount 4025 Viscount Memphis, TN 38118</p>		<p>Bill of Lading Number: 76995</p>  <p>(402) 00076995</p>																								
<p>SHIP TO</p> <p>DELPHI ENERGY & ENGINE-NEW BRU PLANT 12 DEPT 1296 760 JERSEY AVENUE NEW BRUNSWICK, NJ 08903</p> <p style="text-align: right; font-style: italic;">113pg bill</p>		<p>Carrier Name: *pickup</p> <p>Trailer Number: 47 0496 CNTR</p> <p>Seal Number(s): 151207</p> <p>SCAC: *PIC</p> <p>Pro Number: 00000000000022505</p> 																								
<p>THIRD PARTY FREIGHT CHARGES BILL TO</p>		<p>(9012K) *PIC 00000000000022505</p> <p>Freight Charge Terms: (Freight charges are prepaid unless marked otherwise)</p> <p>Prepaid Collect <input checked="" type="checkbox"/> 3rd Party</p>																								
<p>Special Instructions: CALL FOR DELIVERY APPT 732 246 5221</p>		<p>Appointment: _____ Date: _____ Time: _____</p>																								
Customer Order Information																										
Order Number	# Cases	Weight in lbs	Cube in ft	Dest # Store	P O Type	Cust Dept																				
09/20/2005	XXXXX PALLETS 7	XXXXX LB 5,128	275																							
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td><input checked="" type="checkbox"/> SKD</td> <td><input type="checkbox"/> LSE CTN</td> <td><input type="checkbox"/> DRM</td> <td><input type="checkbox"/> BUN</td> <td><input type="checkbox"/> SWAC</td> </tr> <tr> <td><input type="checkbox"/> CRTS</td> <td><input type="checkbox"/> BSKT</td> <td><input type="checkbox"/> RCK</td> <td><input type="checkbox"/> TOTE</td> <td><input type="checkbox"/> SL & C</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> SWS-OF CTN</td> <td colspan="2"><input type="checkbox"/> SWS-STC</td> <td><input type="checkbox"/> CTN</td> </tr> <tr> <td colspan="5">OTHER _____ SHIP. INT: 115</td> </tr> </table> <p style="font-size: small;">Subject to NMFC 100/CTH-100 and 49 USC 14706 and DOT 49 CFR 370</p>							<input checked="" type="checkbox"/> SKD	<input type="checkbox"/> LSE CTN	<input type="checkbox"/> DRM	<input type="checkbox"/> BUN	<input type="checkbox"/> SWAC	<input type="checkbox"/> CRTS	<input type="checkbox"/> BSKT	<input type="checkbox"/> RCK	<input type="checkbox"/> TOTE	<input type="checkbox"/> SL & C	<input type="checkbox"/> SWS-OF CTN		<input type="checkbox"/> SWS-STC		<input type="checkbox"/> CTN	OTHER _____ SHIP. INT: 115				
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<input type="checkbox"/> SWS-OF CTN		<input type="checkbox"/> SWS-STC		<input type="checkbox"/> CTN																						
OTHER _____ SHIP. INT: 115																										
<div style="display: flex; justify-content: space-between; align-items: center;">  <div style="text-align: right;"> <p>381-365415-9</p> <p>Line-hr C.O. S.E. PE-ATTD B/L</p> </div> </div>																										
Grand Total		7	5,128	275																						
Carrier Information																										
Handling Unit		# Cases	Weight in lbs	Cube in ft	H M (x)	Commodity Description																				
QTY	Type																									
7	CASE	PALLETS 7	LB 5128	275		BATTERY TISSUE																				
Grand Total		7	5128	275																						
LTL																										
						NMFC#																				
						Class																				
						151440 02																				
						55.0																				
COD Amount:																										
<p>Fee Terms: Collect <input type="checkbox"/> Prepaid <input type="checkbox"/></p> <p>Customer check acceptable: <input type="checkbox"/></p>																										
<p>RECEIVED, subject to the written Contract between the Shipper and the Carrier in effect on the date of shipment, the property described herein, in apparent good order, except as noted (contents and condition of contents of packages unknown), marked, consigned and destined as shown herein. This Bill of Lading is not subject to any classifications, tariffs or service guides except as specifically agreed to in writing by the Shipper and the Carrier.</p>																										
<p>If this shipment is to be delivered to the consignee, without recourse on the shipper, the shipper shall sign the following statement: The carrier may decline to make delivery of this shipment without payment of freight and all other lawful charges.</p>																										
<p>Shipper Signature / Date</p> <p>This is to certify that the above named materials are properly classified, packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the DOT.</p>		<p>Trailer Loaded:</p> <p><input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver</p>		<p>Freight Counted:</p> <p><input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver/pallets said to contain <input type="checkbox"/> By Driver/pieces</p>		<p>Carrier Signature / Pickup Date</p> <p>Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and carrier has the DOT emergency response guidebook or equivalent documentation in the vehicle.</p> <p>Properly described above & received in good order except as noted.</p> <p>10/4/05</p>																				

**Pro Number**

381-365415-9

Ship Date	
10/04/05	
Pieces	Weight
7	5128
Reference Number	
Org	DC
381	089
Freight Terms	
Freight Charges Are Collect	
SCAC:	CTII

Consignee:

DELPHI PLT 12 DEPT 1296
780 JERSEY AVE
NEW BRUNSWICK, NJ 08901

Shipper:

CLEO INC
4025 VISCOUNT
MEMPHIS, TN 38118

Special Instructions

Delivery Trailer: 53-2433
Shipper COD Amount
0.0000

Stamp / Sign Here

Firm De/Ph

By [Signature]

Shipment received in good order

Pieces Received 7

Driver [Signature] Date 10-7-08

Arrive Time [Signature] Depart Time

Pro Number

381-365415-9

**Additional Delivery Services Requested**

<input type="checkbox"/> Inside Delivery	\$70.00	<input type="checkbox"/> Sort - Segregate	\$90.00	<input type="checkbox"/> Driver Delay	\$75.00
<input type="checkbox"/> Residential Delivery	\$50.00	<input type="checkbox"/> Liftgate	\$90.00	<input type="checkbox"/> Redelivery	\$50.00

By signing below, Consignee acknowledges that additional delivery service was performed and agrees to pay any and all additional delivery service fees at the rate(s) listed above.

Customer Signature _____ Date _____

Internal Use Only

And Type of Container _____
Part # _____
Qty. of Pcs Affected _____

Desc. _____
 Skids _____
 Date _____ Log# _____

[illegible]

All claims for loss or damage must be reported immediately. By ruling of the Interstate Commerce Commission extension of credit is limited to seven (7) days. We must request your compliance. A reduction, allowance or adjustment may be made to this bill as permitted by 49 CFR 1061.23(b).

Supplier CRYSTAL TISSUE CO, THE		Schedule Information Scheduling Agreement Number: 0550019468 Horizon Start Date: 2002-11-01 Horizon End Date: 2005-12-31 Vendor Number: 0001006329 Ship From Duns Number: 004232567	
Part Details Part Release Number: 256 Part Release Date: 2005-09-20 Part Description: 4.125 IN X 18 IN OD BATTERY PAPER LINER Material Number: 9661041 <i>245-1440</i> Last ASN SID#: 1240827 Last ASN Date: 2005-09-13 Cum Received Qty: 102898.000 Order Unit of Measure: LBR		Destination Plant Details Ship To Plant Code: JB01 Ship To Plant Name: DELPHI E & C NEW BRUNSWICK Contact Person: MATERIAL MGR Telephone: 732-246-5221 Ship To Dock Code: JB01 Storage Location: 0001	
Bar Code Label Data Bar Code Text:			
Ship Date		Scheduled Qty	
2005-09-19		9500	
2005-09-22		2000	
2005-09-29		4200	

*2nd Day 2nd Mth
JOB Clw*

Order rec 7-20

Katherine please enter

Supplier		Schedule Information	
CRYSTAL TISSUE CO, THE		Scheduling Agreement Number: 0550057638	
		Horizon Start Date: 2004-07-28	
		Horizon End Date: 2005-12-31	
		Vendor Number: 0001006329	
		Ship From Duns Number: 004232567	
Part Details		Destination Plant Details	
Part Release Number: 67		Ship To Plant Code: JB01	
Part Release Date: 2005-09-20		Ship To Plant Name: DELPHI E & C NEW BRUNSWICK	
Part Description: BATTERY PAPER LINER		Contact Person: MATERIAL MGR	
Material Number: 19060891 20118		Telephone: 732-246-5221	
Last ASN SID#: 1240827		Ship To Dock Code: JB01	
Last ASN Date: 2005-09-13		Storage Location: 0001	
Cum Received Qty: 17845.000			
Order Unit of Measure: LBR			
Bar Code Label Data			
Bar Code Text:			
Ship Date		Scheduled Qty	
2005-09-29		650	

Ginger Duggan

To: greg.crammer

Cc: Dave Purkrabek; Steve Burkhardt; Katherine Trainor; Rena Thompson

Subject: Delphi New Brunswick

Greg I received your new order for
2451440 - 4200
20118 - 650
To Ship 9-29

Katherine I am faxing the order to you pelase enter

9/20/2005

Hearing Date and Time: July 19, 2007 at 10:00 a.m.
Response Date and Time: July 12, 2007 at 4:00 p.m.

PEPPER HAMILTON LLP
Anne Marie Aaronson (AA1679)
3000 Two Logan Square
18th and Arch Streets
Philadelphia, PA 19103
(215) 981-4000

Attorneys for Cleo Inc

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	
)	Chapter 11
DELPHI CORPORATION, <i>et al.</i>,)	
)	Case Nos. 05-44481 (RDD)
Debtors.)	
)	Jointly Administered
)	

CERTIFICATE OF SERVICE


The undersigned hereby certifies that on July 12, 2007, copies of the Response of Cleo Inc. To Debtors' Seventeenth Omnibus Objection To Claims were served on the following individuals in the manner specified.

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attn: General Counsel
(Via Overnight Courier)

Skadden, Arps, Slate, Meagher
& Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
Attn: John Wm. Butler, Jr.
John K. Lyons
Joseph N. Wharton
(Via Overnight Courier)

Skadden, Arps, Slate, Meagher
& Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, IL 60606
Attn: Laverne F. Hill
(via Electronic Mail)

PEPPER HAMILTON LLP


/s/ Anne Marie Aaronson
Anne Marie Aaronson (AA1679)
3000 Two Logan Square
18th and Arch Streets
Philadelphia, PA 19103
(215) 981-4000
Attorneys for Cleo Inc.

Dated: July 12, 2007